

# Retainer Agreement

Jefferson Waterman International, LLC  
And the  
Republic of Ghana

Jefferson Waterman International (JWI) agrees to provide consulting and advocacy services to the Government of the Republic of Ghana regarding the United States Government. Specifically, JWI will:

Assist Ghanaian representatives in obtaining access to US Government departments and individuals with interests in Ghana;

Establish positive working relationships with major electronic and print media regarding Ghana;

Establish positive relationships with members of the United States Congress;

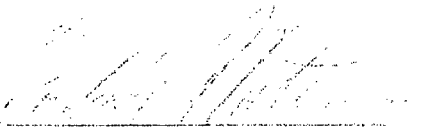
Arrange appearances by Ghanaian officials and individuals in appropriate US institutes;

Generally provide assessments of attitudes and events in Washington as they affect Ghana.

This agreement will be valid for one year at the rate of \$1,150,000.00  
(One Million, One-Hundred Fifty Thousand Dollars).

NSD/CES/REGISTRATION UNIT

2011 JAN 14 PM 4:53

  
Charles E. Waterman  
CEO, JWI

Witness: DOUGLAS JACKSON

  
Government of Ghana

JOHN H-M-NEWMAN

Witness:

ELIZABETH BRIEN-MENEFEE

OFFICE OF THE PRESIDENT  
THE CASTLE  
OSU, ACCRA